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11-13-07

November 13, 2007

United States Environmental Protection Agency, Region 10  
Claire Hong, Remedial Project Manager  
Environmental Cleanup Office  
1200 Sixth Avenue, ECL-111  
Seattle, Washington 98101



VIA MESSENGER

Re: Notice of Potential Liability Pursuant to Section 107(a) and Request for Information Pursuant to Section 104(e) of CERCLA, for the Lower Duwamish Waterway Superfund Site, Seattle Washington (the "Notice and Request for Information" or "RFI")

Ash Grove Cement Company  
Site: Lower Duwamish Waterway, Seattle, WA  
3801 E Marginal Way  
Seattle, WA 98134-1147  
King County Tax Parcels: 766700350, 766700390, 76600395,  
1924049029 and 1924049075

Dear Ms. Hong:

Enclosed are two boxes comprising our client Ash Grove Cement Company's responses to the above-referenced RFI. These boxes contain Ash Grove's response letter of this date, three discs of numbered confidential business information documents, two printed documents containing numbered confidential business information, and a box and a half of non-confidential numbered documents supporting Ash Grove's response letter.

Please feel free to contact me if you have any questions.

Sincerely,

A handwritten signature in black ink, appearing to read "Joshua M. Lipsky".

Joshua M. Lipsky  
Direct Line: (206) 292-2633  
Email: jlipsky@cascadialaw.com  
Office: Seattle

JML:tj  
Enclosures

cc: Charles Ordine

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Re: Notice of Potential Liability Pursuant to Section 107(a) and Request for Information Pursuant to Section 104(e) of CERCLA, for the Lower Duwamish Waterway Superfund Site, Seattle, Washington (the "Notice and Request for Information" or "RFI")

Ash Grove Cement Company  
Site: Lower Duwamish Waterway, Seattle, WA  
3801 E Marginal Way  
Seattle, WA 98134-1147  
King County Tax Parcels: 766700350, 766700390, 76600395, 1924049029, and 1924049075

Dear Ms. Hong:

This letter is written in response to the Notice and Request for Information, dated August 23, 2007, postmarked August 28, 2007, and received by CT Corporation on behalf of Ash Grove Cement Company ("Ash Grove") on September 14, 2007. Ash Grove's responses to the questions contained in the RFI are set out below. Documents responsive to this RFI are being produced in conjunction with this letter. Documents are provided either in hard copy or, with respect to certain categories of documents (e.g., tax returns, daily production logs, and insurance-related documents), in electronic form due to the volume of these materials. Please note that a portion of this production constitutes confidential business information and has been labeled as such.

The RFI identifies the site by street address (3801 E Marginal Way) and by five King County Tax ID Parcel numbers. Two of the King County Tax Parcels, 7666700350 and 7666700395, pertain to 3801 E Marginal Way ("East Terminal"). One of the King County Tax Parcels listed on page 1 of the RFI, Parcel 7666700390, is the Port of Seattle's Terminal 106W, directly adjacent to 3801 E Marginal Way. Ash Grove leases a one-acre tract within this parcel from the Port, as further discussed in response to Question 1.d.

Parcel 1924049029 pertains to the 5900 W Marginal Way property, a facility that was leased by Ash Grove Cement West, Inc. (AGCW) for a period of approximately four years ("West Terminal"). Responses to the RFI questions address both the East and West

Terminal locations. Please note, however, that most documents regarding the West Terminal that may have been responsive to this RFI were left behind at the 5900 W Marginal Way property for the use of Lone Star Northwest after termination of AGCW's lease. We suspect that, given termination of operations at the West Terminal over fifteen years ago, the company may have destroyed remaining documents in its possession in accordance with the company's document retention policy because they were not thought to be of further use.

Parcel 1924049075 appears to pertain to property at 5975 East Marginal Way; Ash Grove has never had any association with this parcel.

We interpret several of these information requests to apply to periods prior to Ash Grove's ownership or operation at any of the subject parcels. In response, we have provided a substantial amount of information on Ash Grove's predecessor at the East Terminal facility, Lone Star Industries. We have not physically separated these documents from those that apply to Ash Grove's own operations and ownership period, but this distinction either is readily apparent from the face of the document or is easily determined by comparing the date of the document to the date of Ash Grove's purchase of the 3801 E Marginal Way property from Lone Star on March 23, 1984.

Finally, please note that we have not included information or documents related to air emissions or air permitting. We do not believe such information to be responsive to the RFI, nor do we believe such information is relevant to environmental conditions that are the subject of the Lower Duwamish Superfund Site action. Information in this regard should be easily obtainable from state and local regulatory agencies, but please notify us if you are interested in having Ash Grove supplement its responses.

**1. Respondent Information**

**a. Provide the full legal name and mailing address of the Respondent:**

Ash Grove Cement Company  
P. O. Box 25900  
Overland Park, KS 66225

Ash Grove Cement Company is a Delaware corporation.

**b. For each person answering these questions on behalf of Respondent, provide:**

- i. full name**
- ii. title**
- iii. business address**
- iv. business telephone number and FAX machine number.**

Overland Park Home Office:

*Physical Address:*

11011 Cody  
Overland Park, KS 66210

*Mailing Address:*

P. O. Box 25900  
Overland Park, KS 66225

913 451 8900  
Fax: 913 451 8324

Francis L. Streitman, Vice President - Environmental Affairs  
Robert V. Vantuyl, Corporate Environmental Manager  
Eileen Flink, Assistant General Counsel  
John H. Ross III, General Counsel

Seattle Plant:

3801 E Marginal Way S.  
Seattle, WA 98134-1147  
206 623 5596  
Fax: 206 623 5355

Craig Puljan, Plant Manager  
Gerald J. Brown, Safety/Environmental Manager

Western Region Office:

*Prior to November 19, 2007:*

6720 S.W. Macadam Ave #300  
Portland, OR 97219-2370  
P. O. Box 240, 97207-0240  
503 293 2333  
Fax: 503 293 8999

[This is current information; office is moving in November]

Kenneth J. Rone, Jr., Vice President, Manufacturing Services West Div.  
Michael J. Hrizuk, Vice President – Manufacturing  
Hans E. Steuch, Technical Director, Western Div.  
Paul D. Livesay, Controller  
David H. Baker, Vice President - Sales

*Beginning November 19, 2007:*

5 Centerpointe Drive

Suite 350  
Lake Oswego, OR 97035-8651  
503 207 2100  
503 620 3491 Fax

- c. If Respondent wishes to designate an individual for all future correspondence concerning this Site, please indicate here by providing that individual's name, address, telephone number, and fax number.**

Eileen Flink, Assistant General Counsel  
Ash Grove Cement Company  
11011 Cody  
P.O. Box 25900  
Overland Park, KS 66210  
913 319 6005  
Fax: 913 451 8324

With copies to:

Rodney L. Brown, Jr.  
Cascadia Law Group PLLC  
1201 Third Avenue, Suite 320  
Seattle WA 98101  
206 292 2605  
Fax: 206 292 6301

Joshua M. Lipsky  
Cascadia Law Group PLLC  
1201 Third Avenue, Suite 320  
Seattle, WA 98101  
206 292 2633  
Fax: 206 292 6301

- d. State the dates during which Respondent held any property interests at or within one-half mile of the above-mentioned address.**

3801 E Marginal Way:

Lone Star Industries, Inc. (LSI) transferred title to the Seattle plant site at 3801 E Marginal Way to Oregon Portland Cement Company (OPCC) on March 23, 1984. OPCC was at that time a wholly-owned subsidiary of Ash Grove. Ash Grove continues to own and operate a portland cement manufacturing plant at the Seattle plant site today. The 3801 E Marginal Way site is herein variously referred to as the "Seattle Plant" or as the "East Terminal," the latter term reflecting the reduced operations at the site during the time period after the asset acquisition (late 1980s and early 1990s).

The Port of Seattle leases to Ash Grove an adjacent 1-acre tract which was a portion of the Port's Terminal 106 West, under leases dated December 17, 1993, December 30, 1998, April 26, 2001, and March 20, 2006. This one-acre parcel is utilized by Gary Merlino Construction Company, d/b/a Stoneway, as part of its ready mix concrete and aggregate sales operations. See also response to Question 3.c.

5900 W Marginal Way:

AGCW leased a cement terminal located at 5900 W Marginal Way from LSI under a Lease and Agreement dated April 14, 1987. The Lease and Agreement was terminated on July 15, 1991. The 5900 W Marginal Way site is sometimes referred to herein as the "West Terminal." The address of the West Terminal is described in some documents as "5906 W Marginal Way."

~3677 Duwamish Avenue S:

For a period of two or three years, Ash Grove leased indoor warehouse storage space at property located directly to the north of 3677 Duwamish Avenue South. The lessor was John W. Harvey III or International Belt Company.

Respondent has no other past or present property interests within one-half mile of the Seattle Plant site or the West Terminal site.

*See Exhibit 2.a. and other documents produced; Kenneth Rone.*

**e. State the dates during which Respondent conducted any business activity at or within one-half mile of the above mentioned address.**

3801 E Marginal Way: March 23, 1984 to present.

5900 W Marginal Way: April 14, 1987 to July 15, 1991.

~3677 Duwamish Avenue S: leased warehouse space north of 3677 Duwamish Avenue S from approximately 2000 to 2004.

Respondent did not conduct business activity at any other location within one-half mile of either of these two sites.

*See Exhibit 2.a. and other documents produced; Kenneth Rone.*

**f. Describe the nature of Respondent's business activity at or within one-half mile of that address.**

3801 E Marginal Way:

1984 – 1987: Cement grinding operation and cement sales



1987 – 1991: Cement terminal and packing operations; sales of bulk silica and other bulk materials

1989 – 1992: Modernization of cement plant

1992 – present: Operation of portland cement plant

5900 W Marginal Way:

1987 – 1991: Portland cement import terminal

~3677 Duwamish Avenue S:

From approximately 2000 to 2004, storage was leased from John W. Harvey III or International Belt Company for Ash Grove kiln brick inventories and other dry storage materials. Under the lease, Ash Grove's activities strictly involved transport (usually by forklift) to and from an indoor, climate-controlled warehouse on the Harvey/International Belt property. Given this limited use of this property, we have not attempted to further respond to remaining RFI questions regarding this property and suspect, based on an initial search, that Ash Grove has very little documentary information regarding its lease of the property. Please let us know, however, if you would like us to attempt to supplement our response in this regard.

*See Exhibit 3.a. and other documents produced; Kenneth Rone; Craig Puljan.*

**g. In relation to your answer to the previous question, identify all materials used or created by your activities at the above mentioned address, including raw materials, commercial products, building debris, and other wastes.**

3801 E Marginal Way:

Ash Grove has used a large number of raw materials and recyclable materials in the production process in the course of operations at the Seattle Plant. These materials are identified in documents produced in response to this RFI, primarily within Exhibits 1.g, 2.e, and 2.g. The only commercial products created at the Seattle Plant by the Respondent are Type I, Type II, and Type III portland cement. The tenant, Gary Merlino Construction Company, operates a ready mix and aggregate sales operation.

The modernization of the cement plant involved substantial demolition of existing structures. See also response to Question 2.d below. All debris from the demolition was properly disposed of or, where appropriate, recycled or used for on-site fill.

The Seattle Plant does not produce any waste kiln dust.

5900 W Marginal Way:

The West Terminal was solely a cement import terminal during Ash Grove's years of operation. Finished cement was imported and stored before distributed to customers. No manufacturing took place; no raw materials were used. Cement was the only commercial product handled from the site.

*See, Exhibits 1.g, 2.e, and 2.g, and other documents produced; Kenneth Rone; Craig Puljan.*

**h. If Respondent, its parent corporation, subsidiaries or other related or associated companies have filed for bankruptcy, provide . . .**

Not applicable.

**2. Site Activities and Interests**

**a. Provide all documents in your possession regarding the ownership or environmental conditions of the property mentioned above, including, but not limited to, copies of deeds, sales contracts, leases, blueprints, "as-builts" and photographs.**

*See Exhibit 2.a, 3.a, and other documents produced.*

**b. Provide information on the condition of the property when purchased; describe the source, volume, and content of any fill material used during the construction of the buildings, including waterside structures such as seawalls, wharves, docks, or marine ways.**

3801 E Marginal Way:

Secondary sources indicate that a cement plant was originally constructed on this property in the 1920s and was initially operated by the Pacific Coast Company or the Diamond Cement Company. Secondary sources also indicate that later, the cement plant was owned and operated by Superior Portland Cement Company and Kaiser Cement Company. As we understand it, LSI purchased the cement plant in approximately 1956 and operated it until just prior to the closing of the sale of the cement plant assets to Ash Grove's subsidiary, OPCC, in 1984.

Various LSI plant ingredients, including raw materials (e.g., coal) and recyclable materials (e.g., flyash) were left on the property at the time of closing. These were leftover materials that had been brought on site by LSI for its operation but which were not consumed before LSI ceased operation. Ash Grove did not use any of these materials except coal. This was because, after closing, Ash Grove did not operate the cement plant it inherited from LSI except for a very short period in 1984 when the plant was operated strictly for the purpose of using slurry that remained in the plant's slurry tanks from the LSI operations. Instead, Ash Grove's efforts in relation to these leftover materials were



restricted to arranging for the proper removal of the materials from the property as quickly as possible. Ash Grove was successful in doing so.

After closing, Ash Grove also undertook the removal of all underground storage tanks from the property, completing this project in early 1986.

A settling pond was located in the southwest corner of the property at the time Ash Grove acquired the 3801 E Marginal Way property. Within a few years of acquiring the property, Ash Grove eliminated the settling pond and reclaimed and paved the area. See response to Question 2.h below.

During modernization of the E Marginal Way property, very little fill was brought in due to the over abundance of material created by building excavations. There was, however, a net import of fill, primarily a common gravelly dirt that reacted well to roller compaction and was used as a top coat on finished plant unpaved surfaces. Most of the plant is now paved.

After Ash Grove's acquisition of the East Terminal, a crane dock was installed over the water and a barge unloading conveyor was separately constructed over the water. A water-side extension of the north concrete wharf deck was installed measuring approximately 10'-0" to the limits of the Seattle Harbor Pierhead line.

Ash Grove did not use fill for any marine or shoreline construction.

5900 W Marginal Way:

At the time of the commencement of Ash Grove's lease of this terminal from LSI, the West Terminal was a continuing operation with staff and facilities in place that had been set up by the previous operator and owner.

Cement unloading at the West Terminal was accomplished with a Midwest brand gantry mounted bucket elevator discharging to a conveyor belt, then into a 300mm Type M pump for pneumatic transfer to the storage solos. Twin truck loading bays and scales were located below a cluster of "day bins." Trucks washed off at a remote wash rack on the leased site. Late in the term of the lease, a new Cyclonaire vacuum unloader was mounted on the Midwest gantry. Pneumatic transport then replaced the conveyor belt as the cement moved from ship to silo. Oil well cement was also brought in by rail and pneumatically moved into storage silos.

Except as indicated, AGCW did not construct any marine or upland facilities at the West Terminal, did not fill any portion of the facility, and is not aware of the content of any fill material that may have been used in development of the property prior to or after the termination of its lease of the facility.

*See Exhibit 2.b and other documents produced; Kenneth Rone.*

**c. Provide information on past dredging or future planned dredging at this site.**

3801 E Marginal Way:

As described above, a settling pond was located on the southwest corner of the property when Ash Grove acquired the site in 1984. The pond was filled in and the area paved in 1992; however, in 1986, prior to this reclamation of the pond area, Ash Grove dredged the pond. Results of analyses of dredged sediments were submitted to the Department of Ecology (Ecology), and the dredged materials were disposed off-site following Ash Grove's receipt of Ecology approval.

The Seattle Plant conducts periodic dredging at the plant's south dock. The dredging removes sand, gravel, and rock that have fallen into the water within the barge unloading berth. The dredging operations are conducted approximately once every two years under approvals/permits from the US Army Corps of Engineers, City of Seattle, and State of Washington Department of Fish and Wildlife. Dredging occurs above the prescribed MLLW, and a buffer of material is left in place over the native sediment surface so that historic sediments are not disturbed. Dredged material is not disposed of in-water or upland, but is dewatered and reused in the cement manufacturing process.

5900 W Marginal Way:

Once during Ash Grove's lease of the West Terminal, the shipping berth was dredged to allow ships to rest safely at the berth at lower tides. To Ash Grove's knowledge, the dredging was fully permitted and dredge spoils were transported off-site for upland disposal. For reasons discussed above, we are unable to locate additional information on this dredging.

*See Exhibit 2.c and other documents produced; Kenneth Rone, Craig Puljan.*

**d. Provide a brief summary of the activities conducted at the site while under Respondent's ownership or operation. Include process diagrams or flow charts of the industrial activities conducted at this site.**

3801 E Marginal Way:

LSI operated its cement plant at the 3801 E Marginal Way site until the transfer of the facility to OPCC on March 23, 1984. The cement plant operation was shut down before the closing of the sale transaction. The existing plant was not operated after the closing except for a brief period in 1984 for the purpose of emptying slurry from the slurry tanks.

From 1984 until 1987, the facility was operated as a grinding plant. Clinker was delivered to the site from railcar deliveries. Clinker was unloaded from the railcars, transferred to the clinker shed, and then to storage silos. From this point, the clinker was conveyed to the finish mill system, added to small amounts of gypsum, and ground into portland cement. Liquid grinding aids (e.g., glycol-based amines) were added directly to the finish mill to improve materials handling characteristics of the finished product.

Grinding aids were stored in enclosed storage tanks near the finish mill system. Gypsum was received at the facility from truck deliveries and stockpiled prior to transfer to silo storage. Cement was then pneumatically transferred to storage silos prior to loading into trucks for off-site distribution. During this period granulated blast furnace slag was imported from offshore and ground in a short-lived experiment to evaluate whether ground blast furnace slag could be used as a cement substitute.

Grinding operations were discontinued in 1987. From 1987 until 1991, the facility operated as a transfer and packing facility for cement. Bulk, bulk bag and sack cement were handled. A direct-to-barge cement loadout system was added. The facility also handled sales of bulk materials such as silica.

In 1989, modernization of the cement plant was undertaken by Ash Grove. Large portions of the existing plant were demolished and replaced, including the kilns, raw mill department (except raw mill building), slurry tanks, cranes, crushing department, coal silo, precipitator, and stack. The rebuilt, modernized cement plant began operation in May 1992 and continues in operation today.

Raw materials for the current Seattle Plant operation include a mixture of limestones that are shipped in by barge from Canada. Iron, clay, silica, and a variety of alternate raw materials are trucked to the plant and stored for metering into the raw grinding process. The limestone is stored outdoors and reclaimed with a stack reclaimer. Iron ore, clay, and silica are stored in enclosed silos. Alternate raw materials are stored outdoors in concrete lined bunkers. Raw grinding is performed in a vertical roller mill.

Preheater gases are utilized for drying to about 5% moisture in the raw feed. The raw product is conveyed to one of two blending silos located over two storage silos to assure consistency of kiln feeds when changing cement types. Raw meal is withdrawn from the storage silos to a kiln feed bin which meters kiln feed via an impact flow meter to an airlift to provide feed to the preheater.

The preheater is a single string 5-stage preheater with in-line calciner. The kiln system utilizes nine planetary coolers. The kiln is supplied fuel from two indirect fired coal mills. Coal is delivered to the facility by barge. Coal is stored outdoors in a concrete lined bunker. The plant also utilizes used tires as a fuel supplement. Used tires are stored in enclosed trailers and transferred to a bulk tire handling system prior to use in the kiln. Used tires are introduced to the kiln system in the calciner. The plant has the capability to fire natural gas and waste oil as well.

Cement clinker is transferred to storage silos prior to introduction to the finish mill system. The plant grinds clinker (cement product intermediate) in one of two closed circuit finish mills. Finished product is conveyed to storage silos and a storage dome prior to shipment off-site via truck and rail or barge.

5900 W Marginal Way:

Ash Grove operated a cement import terminal under the lease from LSI. As more fully described in response to RFI Question 1.b, portland cement was received and unloaded from ships and barges and stored in silos. Sales of cement to customers were loaded into customer's trucks.

*See Exhibit 2.d and other documents produced; Kenneth Rone, Craig Puljan.*

- e. Provide all documents pertaining to sale, transfer, delivery, disposal, or any hazardous substances, scrap materials, and/or recyclable materials to this property.**

*See Exhibit 2.e and other documents produced.*

- f. Provide all information on electrical equipment used at the facility, including transformers or other electrical equipment that may have contained polychlorinated biphenyls.**

3801 E Marginal Way:

As described above, Ash Grove undertook a plant modernization project in the late 1980s and early 1990s. Part of the plant modernization involved the removal and replacement of electrical equipment containing any amount of polychlorinated biphenyls ("PCBs"). Even transformers that had previously been retrofilled to reduce PCB levels were removed and replaced. All transformers and other oil-filled electrical devices were purchased new and installed between May 1989 and March 1994. The single exception to this replacement program was the 1000 KVA transformer on top of the coal mills. This transformer had been routinely tested and determined to contain no detectable PCBs. Removal and disposal of the existing equipment was undertaken through a contract with General Electric Company to ensure all handling and disposal was conducted in full compliance with applicable laws. The contract included cleaning of storage areas and wipe testing of floors. Two additional new transformers were added to the finish mill in 1994.

EPA conducted a PCB inspection at the Seattle plant on September 27, 1994 and issued a Notice of Case Closure December 2, 1994 after finding no violations of PCB regulations.

Additional information on PCBs and other electrical equipment at the East Terminal is contained in documents produced in response to this RFI.

5900 W Marginal Way:

Ash Grove does not have information regarding the use of PCB-containing equipment at the West Terminal during its brief lease of that facility.

*See Exhibit 2.f and other documents produced; Craig Puljan.*

**g. Provide information on type(s) of oils or fluids used for lubrication of machinery or other industrial purposes, and any other chemicals or products which are or may contain hazardous substances which are or were used at the facility for facility operations.**

*See Exhibit 2.g and other documents produced.*

**h. Provide any site drainage descriptions, plans or maps that include information about storm drainage which includes, but is not limited to, above or below surface piping, ditches, catch basins, manholes, and treatment/detention or related structures including outfalls. If available, also include information about connections to sanitary sewer.**

**With respect to past site activities, please provide copies of any stormwater or drainage studies, including data from sampling, conducted at these properties. Also provide copies of any Stormwater Pollution Prevention or Maintenance Plans or Spill Plans that may have been developed for different operations during the Respondent's occupation of the property.**

3801 E Marginal Way:

When Ash Grove purchased the East Terminal in 1984, it inherited a settling pond used for over 20 years by previous owners of the existing cement plant. This settling pond was located in the southwest corner of the property. Ash Grove used the pond only during its initial years of ownership when it operated the East Terminal strictly as a grinding facility and cement terminal. Ash Grove filled in the pond and paved the area in 1992, prior to commencing operations of the modernized plant. The elimination of the settling pond was part of a larger Ash Grove project involving installation of an underground storage and surge system that collects stormwater from the entire facility and is connected to the METRO system.

In 1984, Ash Grove acquired two separate lift systems to discharge sanitary sewer to METRO. One lift station was later abandoned, as that system converted to gravity discharge after plant modernization.

5900 W Marginal Way:

To Ash Grove's knowledge, an NPDES permit was maintained for site drainage. There was a single outfall for discharge during rain events. Truck wash water and compressor cooling water from loading machinery were excluded from the NPDES, and management was vigilant that such was always the case. Subsequent to an inspection by WDOE, drainage of storm water between the rails of the gantry was converted from unprotected drains dropping to the river below, to a stopper cap for the same drains that would only allow discharge by manually relieving the caps, the intent being that a visual check was made of the rain catch so that no unpermitted contaminants left with the rain water.



*See Exhibit 2.g and other documents produced; Kenneth Rone.*

**3. Information About Others**

**a. Describe any business relationship you may have had with Ash Grove Cement West, Glacier Northwest, Lone Star Northwest, Lone Star Industries, Onoda Northwest, Northwest Aggregate regarding this property or operations thereon.**

*Ash Grove Cement West* – OPCC became a wholly-owned subsidiary of Ash Grove in 1983, when Ash Grove acquired all remaining outstanding stock. OPCC was a Nevada corporation. OPCC's name was changed to AGCW 1984. AGCW was merged into Ash Grove on December 31, 1991.

*Glacier Northwest* – Glacier Northwest, Inc. currently operates the cement terminal at 5900 West Marginal Way, Seattle. Other than occasional sales of cement, Ash Grove has no business relationship with Glacier Northwest, Inc.

*Lone Star Northwest, Lone Star Industries, and Onoda Northwest* – Ash Grove was the purchaser in the asset sale of the 3801 E Marginal Way facility by LSI in 1984. AGCW was the lessee of the West Terminal under a lease from LSI from 1987 through 1991. Respondent supplied cement to Lone Star Northwest, Inc. (LSNI) under a supply agreement entered into in 1991.

- LSI, as seller, and Ash Grove, as purchaser, were the parties to the Asset Purchase Agreement dated January 25, 1984, covering the sale of the Seattle plant property and assets located at 3801 E Marginal Way. Ash Grove assigned its rights to purchase to OPCC, its subsidiary. OPCC acquired the facility March 23, 1984.
- LSI, as Lessor, and AGCW, as Lessee, entered into a Lease and Agreement dated April 14, 1987 for the lease of the West Terminal (the "Lease and Agreement").
- AGCW and LSI entered into an Agreement dated March 9, 1990 (the "Waiver"), pursuant to which AGCW waived certain rights under the Lease and Agreement.
- By a Consent and Agreement signed by AGCW on March 9, 1990, AGCW acknowledged that LSI had transferred its interest in the Lease and Agreement to LSNI, a Washington partnership, and AGCW consented to future transfer by LSI of its partnership interest in LSNI.
- By letter dated October 6, 1992, LSI, Debtor-in-Possession, notified AGCW that LSI intended to assign its rights under the Waiver to LSNI and Onoda



Northwest, Inc. Respondent has never had any business relationship with Onada.

- LSNI was the successor to LSI's interest in the facilities covered by the April 14, 1987 Lease and Agreement, as described in the Cement Supply Agreement referenced below.
- LSNI, Ash Grove, and AGCW entered into a Cement Supply Agreement, dated July 29, 1991 (the "Cement Supply Agreement"). Under the Cement Supply, the Lease and Agreement was terminated as of July 15, 1991, and possession of the leased premises was delivered to as of that the termination date. The Cement Supply Agreement was subsequently amended several times between 1992 and 1999. The Cement Supply Agreement is no longer in effect.

A copy of the Asset Purchase Agreement between LSI and Ash Grove has been provided in Exhibit 2.a. A copy of the Lease and Agreement has been provided in Exhibit 3.a.

*Northwest Aggregate* – To Respondent's knowledge, based upon a March 14, 1987 article in *The Oregonian*, Northwest Aggregates Co. was a joint venture formed in 1985 by LSI and Riedel International Inc. to mine and sell aggregate. Ash Grove has never had any business relationship with Northwest Aggregate.

*See Exhibit 3.a and other documents produced; Kenneth Rone; Dave Baker.*

**b. Provide any documentation of when Reichhold Chemical Company operated on this site.**

3801 E Marginal Way:

Ash Grove is not aware that Reichhold Chemical Company ever operated at the cement plant site.

5900 W Marginal Way:

Ash Grove believes, based on secondary sources, that Reichhold Chemical Company was the former owner and operator of some or all of the 5900 W. Marginal Way property.

*See Exhibit 3.b and other documents produced.*

**c. Provide the names and last known address of any tenants or lessees, the dates of their tenancy and a brief description of the activities they conducted while operating on the above mentioned site.**

3801 E Marginal Way:

Gary Merlino Construction Company, Inc.  
d/b/a Stoneway Concrete  
9125 10<sup>th</sup> Ave S  
Seattle, WA 98108

Dates of tenancy: April 1, 1987 to present  
Activities on site: Ready-mix concrete plant and aggregate storage facility

**d. If not already provided, identify and provide a last known address or phone number for all persons, including Respondent's current and former employees or agents, other than attorneys, who have knowledge or information about the generation, use, purchase, storage, disposal, placement, or other handling of hazardous materials at, or transportation of hazardous materials to or from, the Site.**

Nate Fernow, LaFarge, 1400 W Cement Road, Fredonia, KS

Pat Noon, LaFarge, 5400 W Marginal Way, Seattle, WA

Ben McBride, Hauser, ID

**4. Financial Information**

**a. Provide true and complete copies of all federal income tax documents, including all supporting schedules, for 2002, 2003, 2004, 2005 and 2006. Provide the federal Tax Identification Number and, if documentation is not available, explain why in detail.**

Ash Grove's federal tax identification number is (b) (6)

*See Exhibit 4.a.*

**b. Provide the Respondent's financial interest in, control, or that Respondent is beneficiary of any assets (in the U.S. or in another country) that has not been identified in your federal tax returns or other financial information to be presented to EPA. If there are such assets, please identify each asset by type of asset, estimated value, and location.**

All assets responsive to this Question 4.b are identified in the tax returns provided in response to Question 4.a.

**c. If Respondent is, or was at any time, a subsidiary of, otherwise owned or controlled by, or otherwise affiliated with another corporation or entity, then describe the full nature of each such corporate relationship ....**

Ash Grove was a subsidiary of The Vinton Corporation, a Delaware corporation, until 2000. The Vinton Corporation was a holding company and neither had nor

exercised any degree of control over the daily operations or decision-making of Ash Grove's business operations, including operations at either 3801 E Marginal Way or 5900 W Marginal Way. Lyman-Richey Corporation, a Delaware corporation, was also a subsidiary of The Vinton Corporation. Lyman-Richey Corporation neither had nor exercised any degree of control over the daily operations or decision making of Ash Grove's business operations. Lyman-Richey has never been involved with any of the operations at either 3801 E Marginal Way or 5900 W Marginal Way. In 2000, The Vinton Corporation was merged into Ash Grove, and Lyman-Richey Corporation became a subsidiary of Ash Grove.

Other corporate affiliates of Ash Grove include several dozen subsidiary corporations. None of these affiliates have operations that in any way ever impacted 3801 E Marginal Way or 5900 W Marginal Way. None of these affiliates have ever owned any interest in either property. Detailed information on the affiliates has not been provided because to do so would be unduly burdensome and unlikely to produce information relevant to the Lower Duwamish Superfund Site.

**5. Insurance Coverage.**

**a. Provide copies of all property, casualty and/or liability policies, and any other insurance contracts referencing the site or facility and/or Respondent's business operations . . .**

Included at Exhibit 5.a are all property, general liability, umbrella, and pollution policies for 1984 through 2007, covering the period that Respondent has had any interest in the Seattle Plant and the period that Respondent leased the West Terminal. Prior to March 23, 1984, Respondent had no ownership or operational interest in 3801 E Marginal Way. Respondent did not lease the West Terminal except during the period from April 14, 1987 through July 15, 1991. Respondent has had no interest in or involvement with the West Terminal since the termination of the Lease and Agreement. Policies for years prior to Respondent's acquisition of the Site have not been provided because they are nonresponsive.

Respondent carries or has carried other miscellaneous types of insurance coverage during the applicable period, such as workers compensation, crime, cargo, and wharfingers' coverage. Copies of these policies are not included in Exhibit E. To attempt to provide copies of all these policies would be unduly burdensome and very unlikely to lead to any information relevant to the RFI.

*See Exhibit 5.a.*

**b. If there are any such policies from question a above which existed, but for which copies are not available, identify each such policy . . .**

Not applicable.

**c. Identify all insurance brokers or agents who placed insurance for the Respondent at any time during the period being investigated, as identified at the beginning of this request, and identify the time period during which such broker or agent acted in this regard.**

Insurance Brokers:

<u>Period</u>	<u>Coverage</u>	<u>Broker</u>
2002-2007	General Liability Umbrella/Excess Property	Lockton Companies 444 West 47 <sup>th</sup> Street Kansas City, MO 64112-1906
1987-2003	General Liability Umbrella/Excess	Lockton Companies 444 West 47 <sup>th</sup> Street Kansas City, MO 64112-1906
1995-2002	Property	Marsh USA 2405 Grand Blvd. Kansas City, MO 64141-6105
1984-1987	General Liability	Marino and Assoc. 11221 Roe Leawood, KS 66211
1984-1995	Property	Johnson & Higgins 701 Market St. Louis, MO 63101
1992-1998	Pollution	Lockton Companies 444 West 47 <sup>th</sup> Street Kansas City, MO 64112-1906

**d. Identify all communication and provide all documents that evidence, refer, or relate to claims made by or on behalf of Respondent under any insurance policy in connection with the site. Include any responses from the insurer with respect to any claims.**

Respondent's files pertaining to loss/claims experience relating to the site date back only as far as to September 30, 1996. We have so far been unable to locate any loss/claims files prior to that date. Files pertaining to the period since September 30, 1996 do not evidence any claims or losses that might have been covered under any of the policies provided in response to Question 5.a that were in excess of deductibles or retentions. Therefore, no claims pertaining to this site were made under any such insurance policy during such period.

We are continuing to look for loss/claims records pertaining to the period prior to September 30, 1996, and, if requested, can update our response if additional records are located.

**e. Identify any previous settlements with any insurer in connection with the site, or for any claims for environmental liabilities during the time period under investigation. Include any policies surrendered or cancelled by the Respondent or insurer.**

See response to Question 5.d.

**f. Identify any and all insurance, accounts paid or accounting files that identify Respondent's insurance policies.**

Accounts payable records for insurance are maintained at Ash Grove's Overland Park office.

**g. Identify Respondent's policy with respect to document retention.**

Respondent's policy with respect to document retention has been to retain documents for the period necessary to meet all applicable legal requirements and business needs.

**6. Compliance with this Request. Describe all sources reviewed or consulted in responding to this request, including, but not limited to:**

**a. the name and current job title of all individuals consulted;**

Kenneth J. Rone, Jr., Vice President, Manufacturing Services West Div.

Michael J. Hrizuk, Vice President – Manufacturing

Francis L. Streitman, Vice President – Environmental Affairs

Robert V. Vantuyl, Corporate Environmental Manager

Craig Puljan, Seattle Plant Manager

Gerald J. Brown, Seattle Plant Safety/Environmental Manager

Hans E. Steuch, Technical Director, Western Div.

Ralph C. Jones, Corporate Project Manager

Dan Peters, Louisville Plant Manager

David H. Baker, Vice President – Sales

Edwin S. Pierce, Vice President – Manufacturing Midwest

**b. the location where all documents reviewed are currently kept.**

11011 Cody, Overland Park, KS 66210

3801 E Marginal Way, Seattle, WA 98134-1147

6720 S.W. Macadam Ave #300, Portland, OR 97219-2370;  
after 11/19/07: 5 Centerpointe Drive, #350, Lake Oswego, OR 97035-8651



## DECLARATION

I declare under penalty of perjury that I am authorized to respond on behalf of Respondent and that the foregoing is complete, true and correct.

Executed on November 13, 2007.

Eileen Flink

Signature 1

Eileen Flink

Type or Print Name

Assistant General Counsel

Title

Mailing Address:

Ash Grove Cement Company  
11011 Cody  
Overland Park, KS 66210  
P. O. Box 25900  
Overland Park, KS 66225